

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----x
:
In re : **Chapter 11 Case No.**
LEHMAN BROTHERS HOLDINGS INC., et al., : **08-13555 (JMP)**
Debtors. : **(Jointly Administered)**
:
:
-----x

**FINAL APPLICATION OF LOCKE LORD LLP FOR
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR
SERVICES RENDERED AS SPECIAL COUNSEL FOR THE DEBTORS
FOR THE PERIOD OF JULY 1, 2010 THROUGH MARCH 6, 2012**

Name of Applicant:	<u>Locke Lord LLP</u>
Authorized to Provide Professional Services to:	Lehman Brothers Holdings Inc.
Date of Retention:	August 2008
Period for which compensation and reimbursement are sought:	July 1, 2010 through March 6, 2012
Final Fees Requested:	\$1,563,436.62 ¹
Fees Previously Approved by Court:	\$1,234,682.68
Fees Pending Court Approval:	\$328,753.94
Final Expenses Requested:	\$166,539.68 ²
Expenses Previously Approved by Court:	\$106,184.96
Expenses Pending Court Approval:	\$60,354.72

This is a(n): Monthly Interim Final Application

Application	Docket No.	Period Covered	Court Order	Final Fees Requested (After Agreed Adjustments)	Fees Approved by Court	Final Expenses Requested (After Agreed Adjustments)	Expenses Approved by Court
First Interim Fee Application for the Eighth Interim Application Period	19228	7/1/10 - 5/31/11	27260	\$1,234,682.68	\$1,234,682.68	\$106,184.96	\$106,184.96
Second Interim Fee Application for the Ninth Interim Application Period	23279	6/1/11- 9/30/11	N/A	\$222,855.90	TBD ³	\$23,794.33	TBD ³
Third Interim Fee Application for the Tenth Interim Application Period	27993	10/1/11- 3/6/12	N/A	\$105,898.04 ⁴	TBD	\$36,560.39 ⁴	TBD
TOTALS				\$1,563,436.62		\$166,539.68	

¹ This amount represents the sum of the fees requested in the First, Second, and Third Interim Fee Applications during the Compensation Period (\$1,572,797.55) less voluntary reductions of \$7,992.43 (the reduction agreed to between Locke Lord and the Fee Committee for the First Interim Fee Application, which has been approved by the Court) and \$1,368.50 (the reduction agreed to between Locke Lord and the Fee Committee for the Second Interim Fee Application, which is subject to this Court's approval), but does not include, and is subject to, a potential reduction in fees for the Third Interim Application, which Locke Lord and the Fee Committee are negotiating.

² This amount represents the sum of the expenses requested in the First, Second, and Third Interim Fee Applications during the Compensation Period (\$170,227.77) less voluntary reductions of \$389.91 (the reduction agreed to between Locke Lord and the Fee Committee for the First Interim Fee Application, which has been approved by the Court) and \$3,298.18, (the reduction agreed to between Locke Lord and the Fee Committee for the Second Interim Fee Application, which is subject to this Court's approval), but does not include, and is subject to, a potential reduction in expenses for the Third Interim Fee Application, which Locke Lord and the Fee Committee are negotiating.

³ Locke Lord and the Fee Committee have entered into a joint stipulation that will be filed with the Court seeking the approval of \$222,855.90 in fees and \$23,794.33 in expenses with respect to the Second Interim Fee Application.

⁴ These amounts are subject to potential reductions, which Locke Lord and the Fee Committee are negotiating.

Summary of Time Recorded in Connection with Rendering Professional Services During the Compensation Period (July 1, 2010 - March 6, 2012)

TITLE	NAME	YEAR ADMITTED	RATE	HOURS	FEES
Partner	Campbell, Elizabeth	2003 (GA); 2008 (FL)	316.20	2.10	664.02
Partner	Franklin, Kenneth B.	2007 (GA); 2008 (FL)	297.60	1.70	505.92
Partner	Froehlich, Joseph N	1996 (NJ); 1997 (NY)	558.00	111.90	62,440.20
Partner	Hopkins, J. David	1995 (GA)	478.95	42.30	20,259.59
Partner	Lowry, Gregory A.	1986 (TX)	595.20	62.80	37,378.56
Partner	Mowrey, Robert T.	1977 (TX)	613.80	226.50	139,025.70
Partner	Pesch, Christopher A.	2002 (IL)	451.05	33.70	15,200.39
Partner	Quine, Bryce C.	2001 (TX)	390.60	37.70	14,725.62
Partner	Reeder, Charles C.	1978 (TX)	613.80	0.80	491.04
Partner	Sanders, Jason L.	2002 (TX); 2004 (CA); 2004 (AZ)	367.35	1,446.00	531,188.10
Partner Total				1,965.50	821,879.13
Senior Counsel	Castaneda, Kirsten M.	1995 (TX)	488.25	19.30	9,423.23
Senior Counsel Total				19.30	9,423.23
Associate	Bolton, Brian A.	2005 (TX)	274.35	5.40	1,481.49
Associate	Burcham, Amanda L.	2008 (TX)	213.90	185.80	39,742.62
Associate	Cabrera, Marc D.	2009 (TX)	199.95	1,445.90	289,107.70
Associate	Chen, Sarah M.	2007 (NY); 2006 (NJ)	311.55	15.40	4,797.87
Associate	Collins, Johnathan E.	2006 (TX)	274.35	256.60	70,398.21
Associate	Davis, Matthew H.	2009 (TX)	199.95	6.20	1,239.69
Associate	De Rose, R. James	2004 (NY)	441.75	72.60	32,071.05
Associate	Gaffney, Brendan	2010 (TX)	199.95	264.80	52,946.76
Associate	Hansen, Eric L.	2009 (TX)	199.95	19.90	3,979.01
Associate	Harris, Katherine H.	2003 (MA); 2004 (RI); 2005 (IL)	372.00	5.20	1,934.40
Associate	Hinderliter, J. Dean	1995 (TX)	585.90	6.00	3,515.40
Associate	Huerta, Nina	2003 (CA)	409.20	21.10	8,634.12
Associate	Kirby, Brent	2010 (TX)	199.95	14.50	2,899.28
Associate	Knapp, Brad C.	2007 (TX)	237.15	10.30	2,442.65
Associate	Lepak, Benjamin M.	2009 (TX)	199.95	10.20	2,039.49
Associate	Peeples, Ellen	2009 (TX)	199.95	9.50	1,899.53
Associate	Raynor, Brian A.	2009 (IL)	288.30	18.90	5,448.87
Associate	Wax, David I.	2009 (NY)	269.70	15.90	4,288.23
Associate	Wolber, Kurt M.	2008 (TX)	213.90	284.60	60,875.94
Associate Total				2,668.80	589,742.29
Clerical	Akkola, Mary K.	N/A	158.10	1.40	221.34
Clerical Total				1.40	221.34
Litigation Supp	Boyd, Eric	N/A	232.50	26.70	6,207.75
Litigation Supp	Hernandez, Anthony B.	N/A	274.36	0.80	219.49
Litigation Supp	Kham, Oscar	N/A	227.85	4.10	934.19
Litigation Supp Total				31.60	7,361.42
Paralegal	Booker, Tami	N/A	195.30	1.00	195.30
Paralegal	Hom, Donald W.	N/A	241.80	1.50	362.70
Paralegal	Hwee, Edmund	N/A	241.80	4.60	1,112.28

TITLE	NAME	YEAR ADMITTED	RATE	HOURS	FEES
Paralegal	O'Leary, Gerry M.	N/A	213.90	22.40	4,791.36
Paralegal	Quandahl, Wendy T.	N/A	213.90	3.40	727.26
Paralegal	Richards, P. Nelsene	N/A	213.90	756.20	161,751.18
Paralegal	Sheets, Shelly E.	N/A	213.90	32.20	6,887.58
Paralegal	Smith, Kelli M.	N/A	213.90	13.00	2,780.70
Paralegal	Wegner, Erin	N/A	204.60	2.60	531.96
Paralegal	Wilson, Clyde P.	N/A	195.30	6.00	1,171.80
Paralegal Total				842.90	180,312.12
Research Assist	Hass, Joan	N/A	167.40	1.60	267.84
Research Assist Total				1.60	267.84
<i>Average Attorney Rate:</i>				305.36	
Total Attorney & Paraprofessional				5,531.10	1,609,207.37
Final Fees Requested:					1,563,436.62

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----x
:
In re : **Chapter 11 Case No.**
LEHMAN BROTHERS HOLDINGS INC., et al., : **08-13555 (JMP)**
Debtors. : **(Jointly Administered)**
:
:
-----x

**FINAL APPLICATION OF LOCKE LORD LLP FOR
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR
SERVICES RENDERED AS SPECIAL COUNSEL FOR THE DEBTORS
FOR THE PERIOD OF JULY 1, 2010 THROUGH MARCH 6, 2012**

TO THE HONORABLE JAMES J. PECK,
UNITED STATES BANKRUPTCY JUDGE:

Locke Lord LLP ("Locke Lord" or "Applicant"), special counsel for Lehman Brothers Holdings Inc. ("LBHI") and certain of its direct and indirect subsidiaries, as debtors and debtors in possession here (collectively, the "Debtors"), hereby submits this Final Application of Locke Lord LLP for Compensation and Reimbursement of Expenses for Services Rendered as Special Counsel for the Debtors for the Period of July 1, 2010 through March 6, 2012 (the "Final Application") seeking final approval and payment of the professional services rendered by Locke Lord for and on behalf of the Debtors in the amount of \$1,563,436.62 totaling 5,531.10 hours (resulting in a blended hourly rate of \$282.66) and reimbursement of its actual and necessary expenses incurred in the amount of \$166,539.68 during the period of July 1, 2010 through and including March 6, 2012 (the "Compensation Period"), pursuant to sections 330 and 331 of title 11 of the United States Code (the "Bankruptcy Code"), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11

U.S.C. § 330, adopted on January 30, 1996 (the "UST Guidelines"), General Order M-389, Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases (the "Local Guidelines"), and the Fourth Amended Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code and Bankruptcy Rule 2016(a) Establishing Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals, dated April 14, 2011 [Docket No. 15997] (the "Monthly Compensation Order").

In support of this Final Application, Locke Lord respectfully states as follows:

Background

1. Commencing on September 15, 2008 and periodically thereafter (as applicable, the "Commencement Date"), LBHI and certain of its subsidiaries commenced with the United States Bankruptcy Court of the Southern District of New York (the "Court") voluntary cases under chapter 11 of the Bankruptcy Code. The Debtors' chapter 11 cases have been consolidated for procedural purposes only and are being jointly administered pursuant to Rule 1015(b) of the Bankruptcy Rules. The Debtors are authorized to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

2. On September 17, 2008, the United States Trustee for the Southern District of New York (the "U.S. Trustee") appointed the statutory committee of unsecured creditors pursuant to section 1102 of the Bankruptcy Code (the "Creditors Committee").

3. On September 19, 2008, a proceeding was commenced under the Securities Investor Protection Act of 1970 ("SIPA") with respect to Lehman Brothers Inc. ("LBI"). A trustee appointed under SIPA is administering LBI's estate. On January 19, 2009, the U.S. Trustee appointed an examiner (the "Examiner") and on January 20, 2009, the Court approved the U.S. Trustee's appointment of the Examiner.

4. On May 26, 2009, the Court appointed a fee committee (the "Fee Committee"), and approved a protocol to govern the review and payment of fees and reimbursement of expenses of professionals retained by the Debtors' estates, (as amended the "Fee Protocol"). The Fee Committee was authorized to perform the duties described in the Fee Protocol, including, among others, implementing procedures to effectively monitor the fees of the Retained Professionals (as defined in the Fee Protocol) and reducing inefficiency by establishing measures to avoid duplication of effort, overstaffing, the rendering of unnecessary services, and the incurrence of excessive or inappropriate expenses by Retained Professionals. Since its appointment, the Fee Committee has intermittently issued guidelines with respect to the fees and expenses of the Retained Professionals (the "Fee Committee Guidelines," together with the UST Guidelines, the Local Guidelines, and the Monthly Compensation Order, the "Guidelines").

5. On September 1, 2011, the Debtors filed a third amended joint chapter 11 plan (the "Plan") and disclosure statement (the "Disclosure Statement") [Docket Nos. 19627 and 19629]. On September 1, 2011, the Court entered an amended order [Docket No. 19631] approving the Disclosure Statement, establishing solicitation and voting procedures in connection with the Plan, scheduling the confirmation hearing and establishing notice and objection procedures for the confirmation hearing. On September 15, 2011, the Court entered an order [Docket No. 20016] approving a modification to the Disclosure Statement. On November 29, 2011, the Debtors filed a modified Plan [Docket No. 22737].

6. The Court entered an order confirming the Plan on December 6, 2011 [Docket No. 20323]. The Plan became effective on March 6, 2012.

Retention of Locke Lord

7. By order dated March 23, 2011 [Docket No. 15720], Locke Lord was retained by the Debtors as special counsel, effective *nunc pro tunc* to July 1, 2010, to prosecute loss recovery

litigation and/or pre-filing settlement negotiations against sellers of defective mortgage loans on the secondary market to an affiliate of LBHI and ancillary matters arising in such lawsuits.

Jurisdiction

8. This Court has subject matter jurisdiction to consider and determine this matter pursuant to 28 U.S.C. § 1334, and the Order of Reference of the United States District Court for the Southern District of New York, dated July 10, 1984 (Ward, Acting C.J.). This Court is the proper venue for this proceeding in accordance with 28 U.S.C. § 1409.

Summary of Requested Professional Compensation and Reimbursement of Expenses

9. Locke Lord has requested compensation from the Court for professional services and reimbursement of expenses on three prior occasions.

A. First Interim Fee Application

10. On August 12, 2011, Locke Lord filed its first interim fee application [Docket No. 19228] (the "First Interim Fee Application"), seeking the interim allowance of compensation for professional services rendered in the amount of \$1,242,675.11 and reimbursement of actual and necessary expenses in the amount of \$106,574.87, incurred from July 1, 2010 through May 31, 2011. The First Interim Fee Application is incorporated herein by reference.

11. On April 3, 2012, the Court entered an order approving the First Interim Fee Application [Docket No. 27260]. The order approved fees in the amount of \$1,234,682.68 and expenses in the amount of \$106,184.96. All amounts sought for this period have been paid.

B. Second Interim Fee Application

12. On December 13, 2011, Locke Lord filed its second interim fee application [Docket No. 23279] (the "Second Interim Fee Application"), seeking the interim allowance of compensation for professional services rendered in the amount of \$224,224.40 and

reimbursement of actual and necessary expenses in the amount of \$27,092.51, incurred from June 1, 2011 through September 30, 2011. The Second Interim Fee Application is incorporated herein by reference.

13. Locke Lord and the Fee Committee have agreed to a reduction of \$1,368.50 in fees and \$3,298.18 in expenses from the holdback amount and will be filing a joint stipulation with the Court seeking approval of fees in the amount of \$222,855.90 and expenses in the amount of \$23,794.33, and authorization of payment of the holdback amount of \$40,178.20 to Locke Lord. Locke Lord has received payment of approximately \$179,379.52 for fees and \$27,092.51 for expenses, which amounts represent 80% of fees and 100% of expenses covered during this period.

C. Third Interim Fee Application

14. On May 21, 2012, Locke Lord filed its third interim fee application [Docket No. 27993] (the "Third Interim Fee Application"), seeking the interim allowance of compensation for professional services rendered in the amount of \$105,898.04 and reimbursement of actual and necessary expenses in the amount of \$36,560.39¹, incurred from October 1, 2012 through March 6, 2012. The Third Interim Fee Application is incorporated herein by reference.

15. Locke Lord has received payment of approximately \$79,604.91 for fees and \$34,817.56 for expenses, which amounts represent 80% of fees and 100% of expenses covered during this period (excluding fees and expenses for the Tenth Monthly Application, which has not been paid). Locke Lord and the Fee Committee are negotiating proposed reductions in fees and expenses incurred during this period.

¹ The Third Interim Fee Application seeks reimbursement of \$507.80 in expenses that were inadvertently left off of the Sixth Monthly Application.

D. Final Application

16. Locke Lord seeks final allowance of fees in the amount of \$1,563,436.62 for actual and necessary professional services rendered and actual, necessary expenses incurred in connection with such services in the amount of \$166,539.68 incurred during the Compensation Period. This Court has previously approved \$1,234,682.68 in fees for professional services rendered and \$106,184.96 in expenses. Thus, Locke Lord seeks allowance of the remaining \$328,753.94 for actual and necessary professional services rendered to Debtors and \$60,354.72 for actual, necessary expenses incurred in connection with such services during the Compensation Period.

17. Locke Lord has received total payments during the Compensation Period of approximately \$1,493,667.91 for fees and \$168,095.03 for expenses. Locke Lord has not yet received the 80% of fees and 100% of expenses in connection with the Tenth Monthly Application, which totals \$6,348.56, or the 20% holdback amounts for the Second and Third Interim Fee Applications, which total \$61,357.80. Thus, Locke Lord seeks payment of the remaining \$67,706.36 in fees and expenses incurred during the Compensation Period.

18. Prefixed to this Final Application is the cover sheet required by the UST Guidelines, which includes a schedule setting forth the names of all Locke Lord professionals who have performed services for which compensation is sought during the Compensation Period, the individual's position in the firm, the hourly billing rate charged by Locke Lord for services performed by each individual, the year in which each attorney was first admitted to practice law, and the total hours and fees billed during the Compensation Period.

19. Annexed hereto as Exhibit A is the certification of Robert T. Mowrey with respect to the Final Application pursuant to the Local Guidelines.

20. Annexed hereto as Exhibit B is a schedule setting forth all Locke Lord professionals and paraprofessionals who have performed services for the Debtors during the Compensation Period, the position in which each individual was employed by Locke Lord at the time the services were rendered, the hourly billing rate charged by Locke Lord for services performed by each individual, the year in which each attorney was first admitted to practice law, and the total hours and fees billed during the Compensation Period.

21. Annexed hereto as Exhibit C is a summary of the categories of actual, necessary expenses for which Locke Lord sought reimbursement and the total amount for each such expense category.

22. Annexed hereto as Exhibit D is a summary of the number of hours and amounts billed by Locke Lord during the Compensation Period organized by matter, prior to agreed reductions between Locke Lord and the Fee Committee.

Summary of Professional Services Rendered

23. Locke Lord is a full-service, national law firm with approximately 650 attorneys, that, in this matter, prosecutes loss recovery litigation and/or pre-filing settlement negotiations against sellers of defective mortgage loans on the secondary market to an affiliate of LBHI and ancillary matters arising in such lawsuits. Locke Lord has extensive knowledge and experience with these kinds of matters and has represented the Debtors and their affiliates in these types of matters for several years. In addition, Locke Lord's litigation professionals frequently represent individuals and business entities in a wide range of litigation matters, including government investigations and proceedings.

24. Locke Lord has represented LBHI, directly or through its subsidiary Aurora Loan Services, LLC, since 2006 in loss recovery litigation. During that time, Locke Lord has represented LBHI or its affiliates in state and federal court litigation in several states. Over the course of its representation of the Debtors and their affiliates, Locke Lord has become familiar with the relevant business personnel and operations, as well as the legal matters described in this Final Application.

25. Throughout this matter, Locke Lord has assisted the Debtors in mortgage loan-related litigation. Specifically, Locke Lord has researched, prepared, filed, litigated, and/or settled cases on behalf of the Debtors against sellers of defective mortgage loans on the secondary mortgage market to an affiliate of LBHI.

26. The foregoing services performed by Locke Lord were necessary and appropriate to the effective and efficient administration of the secondary market litigation. The professional services performed by Locke Lord were in the best interests of the Debtors, their creditors, and other parties in interest and were provided without unnecessary duplication of effort or expense. Compensation for the foregoing services as requested is commensurate with the complexity, importance, and nature of the problems, issues, or tasks involved. The professional services were performed with expedition and in an efficient manner.

27. The professional services performed by Locke Lord's partners, associates, and paraprofessionals on behalf of the Debtors during the Compensation Period required an aggregate expenditure of approximately 6,564.20 worked hours resulting in \$1,858,192.00 in worked fees. Taking into consideration Locke Lord's customary practice of reducing and/or removing certain time entries from the Debtors' invoices, the professional services performed by Locke Lord on behalf of the Debtors during the Compensation Period resulted in an aggregate expenditure of approximately 5,531.10 billed hours totaling \$1,609,207.37 in billed fees. Of the

aggregate billed time expended, 1,965.50 billed hours were expended by partners, 19.30 billed hours were expended by senior counsel; 2,668.80 billed hours were expended by associates, and 877.50 billed hours were expended by paraprofessionals. Taking into consideration Locke Lord's customary practice of reducing and/or removing certain time entries from the Debtors' invoices and the reductions in fee and expenses agreed to by Locke Lord and the Fee Committee, the total fees incurred by the Debtors for professional services performed by Locke Lord during the Compensation Period are \$1,563,436.62.

28. During the Compensation Period, Locke Lord's hourly billing rates for attorneys and paraprofessionals ranged from \$199.95 to \$613.80 per hour. Such rates are inclusive of a 7% discount that Locke Lord gives to the Debtors for similar services rendered to clients in connection with non-bankruptcy matters. Locke Lord believes that these rates, as well as its standard rates exclusive of the 7% discount it gives to the Debtors, constitute market rates and are equal to or less than the rates charged by professionals with similar experience. Allowance of compensation in the amount requested would result in a blended hourly rate for attorneys of approximately \$305.36 based on recorded hours at Locke Lord's discounted billing rates in effect at the time of the performance of services.

Actual and Necessary Disbursements of Locke Lord

29. As set forth in Exhibit C hereto, Locke Lord has incurred or disbursed \$166,539.68 in expenses in providing professional services to the Debtors during the Compensation Period.

The Requested Compensation and Reimbursement Should Be Allowed

30. Section 331 of the Bankruptcy Code provides for interim compensation of professionals and incorporates the substantive standards of section 330 to govern the Court's award of such compensation. 11 U.S.C. § 331. Section 330 provides that a court may award a

professional employed under section 327 of the Bankruptcy Code "reasonable compensation for actual necessary services rendered . . . and reimbursement for actual, necessary expenses." 11 U.S.C. § 330(a)(1). Section 330 also sets forth the criteria for the award of such compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded, the court should consider the nature, extent, and the value of such services, taking into account all relevant factors, including ---

- (A) the time spent on such services;
- (B) the rates charged for such services;
- (C) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- (D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed; and
- (E) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3).

31. In the instant cases, Locke Lord respectfully submits that the professional services and the expenditures for which it seeks reimbursement in this Final Application were, at the time rendered, believed to be necessary for and beneficial to the Debtors and their chapter 11 estates. Accordingly, Locke Lord further submits that the compensation requested herein is reasonable in light of the nature, extent, and value of such services to the Debtors, their estates, and all parties in interest. In sum, approval of the compensation for professional services and reimbursement of expenses sought herein is warranted.

Notice

32. Pursuant to the Monthly Compensation Order, notice of this Final Application will be served upon (i) Lehman Brothers Holdings Inc., 1271 Avenue of the Americas, 45th Floor, New York, New York 10020 (Attn: John Suckow and David Coles); (ii) Weil, Gotshal & Manges, LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Shai Y. Waisman, Esq.); (iii) Milbank, Tweed, Hadley & McCoy LLP 1 Chase Manhattan Plaza, New York, New York 10005 (Attn: Dennis F. Dunne, Esq., Dennis O'Donnell, Esq. and Evan Fleck, Esq.), attorneys for the Creditors' Committee; (iv) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 22nd Floor, New York, New York 10004 (Attn: Elisabetta G. Gasparini and Andrea B. Schwartz); and (v) Richard Gitlin, Chair of the Fee Committee c/o Godfrey & Kahn, S.C., One East Main Street, P.O. Box 2719, Madison, WI 53701-2719. In addition to being served with a paper copy, the Office of the United States Trustee, Richard Gitlin through Godfrey & Kahn, and Lehman Brothers Holdings Inc. are also being served with a disc containing an electronic version of this Final Application and its exhibits.

33. All services for which compensation and reimbursement of expenses are requested by Locke Lord were performed for and on behalf of the Debtors. No agreement or understanding exists between Locke Lord and any other person for the sharing of compensation to be received for the services rendered in connection with Locke Lord's representation of the Debtors, and no action prohibited by §504 of the Bankruptcy Code has been, or will be, made by Locke Lord.

Conclusion

34. Based on the foregoing, Locke Lord respectfully submits that the services rendered during the Compensation Period have been efficient and effective. Locke Lord will continue to prosecute loss recovery litigation and/or pre-filing settlement negotiations against

sellers of defective mortgage loans on the secondary market to an affiliate of LBHI and ancillary matters arising in such lawsuits.

WHEREFORE, Locke Lord respectfully requests (i) allowance of fees in the amount of \$1,563,436.62 and expenses in the amount of \$166,539.68 all incurred from June 1, 2010 through and including March 6, 2012; (ii) authorization for the Debtors to pay Locke Lord that portion of the fees and expenses not yet paid; and (iii) such other and further relief as the Court deems just and proper.

DATED the 3rd day of July, 2012.

Respectfully submitted,

/s/ *Robert T. Mowrey*

Robert T. Mowrey
e-mail: rmowrey@lockelord.com
Jason L. Sanders
e-mail: jsanders@lockelord.com
LOCKE LORD LLP
2200 Ross Avenue, Suite 2200
Dallas, Texas 711201
Telephone: (214) 740-8000
Telecopier: (214) 740-8800

EXHIBIT A

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----x
: **In re** : **Chapter 11 Case No.**
: :
LEHMAN BROTHERS HOLDINGS INC., et al., : **08-13555 (JMP)**
: :
Debtors. : **(Jointly Administered)**
: :
: :
-----x

CERTIFICATION OF ROBERT T. MOWREY

Robert T. Mowrey, a member of the firm of Locke Lord LLP, ("Locke Lord" or "Applicant"), attorneys authorized to provide legal services as Special Counsel to Lehman Brothers Holdings Inc. ("LBHI"), and its affiliated debtors in the above referenced chapter 11 cases pursuant to an order of this Court. This certification is made in support of the Final Application of Locke Lord LLP for Compensation and Reimbursement of Expenses for Services Rendered as Special Counsel for the Debtors for the Period of June 1, 2010 through March 6, 2012 (the "Final Application") seeking the entry of an Order pursuant to 11 U.S.C. §§ 330 and 331 awarding compensation to Locke Lord for the period of June 1, 2010 through March 6, 2012 (the "Compensation Period") and in compliance with Rule 2016(a) and with the United States Trustee's Guidelines for Review Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330.

I have read the Final Application and I certify that the Final Application substantially complies with the Rule and the Guidelines.

DATED: July 3, 2012

/s/ *Robert T. Mowrey*

Robert T. Mowrey
e-mail: rmowrey@lockelord.com
LOCKE LORD LLP
2200 Ross Avenue, Suite 2200
Dallas, Texas 711201
Telephone: (214) 740-8000
Telecopier: (214) 740-8800

EXHIBIT B

Summary of Time Recorded in Connection with Rendering Professional Services During the Compensation Period (July 1, 2010 - March 6, 2012)

TITLE	NAME	YEAR ADMITTED	RATE	HOURS	FEES
Partner	Campbell, Elizabeth	2003 (GA); 2008 (FL)	316.20	2.10	664.02
Partner	Franklin, Kenneth B.	2007 (GA); 2008 (FL)	297.60	1.70	505.92
Partner	Froehlich, Joseph N	1996 (NJ); 1997 (NY)	558.00	111.90	62,440.20
Partner	Hopkins, J. David	1995 (GA)	478.95	42.30	20,259.59
Partner	Lowry, Gregory A.	1986 (TX)	595.20	62.80	37,378.56
Partner	Mowrey, Robert T.	1977 (TX)	613.80	226.50	139,025.70
Partner	Pesch, Christopher A.	2002 (IL)	451.05	33.70	15,200.39
Partner	Quine, Bryce C.	2001 (TX)	390.60	37.70	14,725.62
Partner	Reeder, Charles C.	1978 (TX)	613.80	0.80	491.04
Partner	Sanders, Jason L.	2002 (TX); 2004 (CA); 2004 (AZ)	367.35	1,446.00	531,188.10
Partner Total				1,965.50	821,879.13
Senior Counsel	Castaneda, Kirsten M.	1995 (TX)	488.25	19.30	9,423.23
Senior Counsel Total				19.30	9,423.23
Associate	Bolton, Brian A.	2005 (TX)	274.35	5.40	1,481.49
Associate	Burcham, Amanda L.	2008 (TX)	213.90	185.80	39,742.62
Associate	Cabrera, Marc D.	2009 (TX)	199.95	1,445.90	289,107.70
Associate	Chen, Sarah M.	2007 (NY); 2006 (NJ)	311.55	15.40	4,797.87
Associate	Collins, Johnathan E.	2006 (TX)	274.35	256.60	70,398.21
Associate	Davis, Matthew H.	2009 (TX)	199.95	6.20	1,239.69
Associate	De Rose, R. James	2004 (NY)	441.75	72.60	32,071.05
Associate	Gaffney, Brendan	2010 (TX)	199.95	264.80	52,946.76
Associate	Hansen, Eric L.	2009 (TX)	199.95	19.90	3,979.01
Associate	Harris, Katherine H.	2003 (MA); 2004 (RI); 2005 (IL)	372.00	5.20	1,934.40
Associate	Hinderliter, J. Dean	1995 (TX)	585.90	6.00	3,515.40
Associate	Huerta, Nina	2003 (CA)	409.20	21.10	8,634.12
Associate	Kirby, Brent	2010 (TX)	199.95	14.50	2,899.28
Associate	Knapp, Brad C.	2007 (TX)	237.15	10.30	2,442.65
Associate	Lepak, Benjamin M.	2009 (TX)	199.95	10.20	2,039.49
Associate	Peeples, Ellen	2009 (TX)	199.95	9.50	1,899.53
Associate	Raynor, Brian A.	2009 (IL)	288.30	18.90	5,448.87
Associate	Wax, David I.	2009 (NY)	269.70	15.90	4,288.23
Associate	Wolber, Kurt M.	2008 (TX)	213.90	284.60	60,875.94
Associate Total				2,668.80	589,742.29
Clerical	Akkola, Mary K.	N/A	158.10	1.40	221.34
Clerical Total				1.40	221.34
Litigation Supp	Boyd, Eric	N/A	232.50	26.70	6,207.75
Litigation Supp	Hernandez, Anthony B.	N/A	274.36	0.80	219.49
Litigation Supp	Kham, Oscar	N/A	227.85	4.10	934.19
Litigation Supp Total				31.60	7,361.42
Paralegal	Booker, Tami	N/A	195.30	1.00	195.30
Paralegal	Hom, Donald W.	N/A	241.80	1.50	362.70
Paralegal	Hwee, Edmund	N/A	241.80	4.60	1,112.28

TITLE	NAME	YEAR ADMITTED	RATE	HOURS	FEES
Paralegal	O'Leary, Gerry M.	N/A	213.90	22.40	4,791.36
Paralegal	Quandahl, Wendy T.	N/A	213.90	3.40	727.26
Paralegal	Richards, P. Nelsene	N/A	213.90	756.20	161,751.18
Paralegal	Sheets, Shelly E.	N/A	213.90	32.20	6,887.58
Paralegal	Smith, Kelli M.	N/A	213.90	13.00	2,780.70
Paralegal	Wegner, Erin	N/A	204.60	2.60	531.96
Paralegal	Wilson, Clyde P.	N/A	195.30	6.00	1,171.80
Paralegal Total				842.90	180,312.12
Research Assist	Hass, Joan	N/A	167.40	1.60	267.84
Research Assist Total				1.60	267.84
<i>Average Attorney Rate:</i>				305.36	
Total Attorney & Paraprofessional				5,531.10	1,609,207.37
Final Fees Requested					1,563,436.62

EXHIBIT C

**Summary of Actual and Necessary Expenses Incurred by Locke Lord
During the Compensation Period (July 1, 2010 - March 6, 2012)**

TASK CODE	DESCRIPTION	TOTAL
E101	Copying	16,077.99
E102	Outside Printing	21,605.48
E105	Telephone	306.86
E106	Online Research	29,952.67
E107	Delivery services/messengers	4,623.30
E110	Out-of-town travel	18,499.88
E111	Meals	1,637.47
E112	Court Fees	4,697.12
E113	Subpoena Fees	17,219.80
E114	Witness Fees	652.50
E115	Deposition Transcripts	7,628.05
E118	Litigation Support Vendors	3,715.96
E119	Experts	13,662.50
E120	Private Investigators	3,641.80
E123	Other Professionals	24,420.82
E124	Other	1,885.57
Total		170,227.77
Total Expenses Requested		166,539.68
Remaining for Reimbursement		1,235.03

EXHIBIT D

Summary of Services by Matter During Compensation Period

Matter 00001: Cornerstone Mortgage Company					
PROFESSIONAL NAME	TITLE	YEAR ADMITTED	HOURS	RATE	FEES
Bolton, Brian A.	Associate	2005 (TX)	5.40	274.35	1,481.49
Boyd, Eric	Litigation Supp	N/A	4.10	232.50	953.25
Burcham, Amanda L.	Associate	2008 (TX)	25.80	213.90	5,518.62
Cabrera, Marc D.	Associate	2009 (TX)	48.20	199.95	9,637.59
Castaneda, Kirsten M.	Senior Counsel	1995 (TX)	19.30	488.25	9,423.23
Hass, Joan	Research Assist	N/A	0.80	167.40	133.92
Knapp, Brad C.	Associate	2007 (TX)	0.30	237.15	71.15
Mowrey, Robert T.	Partner	1977 (TX)	80.70	613.80	49,533.66
Reeder, Charles C.	Partner	1978 (TX)	0.80	613.80	491.04
Richards, P. Nelsene	Paralegal	N/A	205.80	213.90	44,020.62
Sanders, Jason L.	Partner	2002 (TX); 2004 (CA); 2004 (AZ)	321.60	367.35	118,139.76
Sheets, Shelly E.	Paralegal	N/A	1.60	213.90	342.24
Smith, Kelli M.	Paralegal	N/A	2.00	213.90	427.80
Wolber, Kurt M.	Associate	2008 (TX)	211.70	213.90	45,282.63
Total			928.10		285,456.99

Matter 00002: First Guaranty Financial Corporation					
PROFESSIONAL NAME	TITLE	YEAR ADMITTED	HOURS	RATE	FEES
Boyd, Eric	Litigation Supp	N/A	6.90	232.50	1,604.25
Cabrera, Marc D.	Associate	2009 (TX)	194.50	199.95	38,890.28
Davis, Matthew H.	Associate	2009 (TX)	6.20	199.95	1,239.69
Gaffney, Brendan	Associate	2010 (TX)	29.10	199.95	5,818.55
Huerta, Nina	Associate	2003 (CA)	21.10	409.20	8,634.12
Mowrey, Robert T.	Partner	1977 (TX)	9.80	613.80	6,015.24
Richards, P. Nelsene	Paralegal	N/A	34.70	213.90	7,422.33
Sanders, Jason L.	Partner	2002 (TX); 2004 (CA); 2004 (AZ)	67.80	367.35	24,906.33
Sheets, Shelly E.	Paralegal	N/A	10.20	213.90	2,181.78
Total			380.30		96,712.56

Matter 00003: Network Funding L.P.

PROFESSIONAL NAME	TITLE	YEAR ADMITTED	HOURS	RATE	FEES
Cabrera, Marc D.	Associate	2009 (TX)	0.50	199.95	99.98
Sanders, Jason L.	Partner	2002 (TX); 2004 (CA); 2004 (AZ)	1.40	367.35	514.29
Total			1.90		614.27

Matter 00004: Texas Capital Bank, N.A.

PROFESSIONAL NAME	TITLE	YEAR ADMITTED	HOURS	RATE	FEES
Sanders, Jason L.	Partner	2002 (TX); 2004 (CA); 2004 (AZ)	0.30	367.35	110.21
Total			0.30		110.21

Matter 00005: Gateway Mortgage Group

PROFESSIONAL NAME	TITLE	YEAR ADMITTED	HOURS	RATE	FEES
Booker, Tami	Paralegal	N/A	1.00	195.30	195.30
Boyd, Eric	Litigation Supp	N/A	1.00	232.50	232.50
Cabrera, Marc D.	Associate	2009 (TX)	90.60	199.95	18,115.47
Kham, Oscar	Litigation Supp	N/A	1.80	227.85	410.13
Mowrey, Robert T.	Partner	1977 (TX)	22.20	613.80	13,626.36
Richards, P. Nelsene	Paralegal	N/A	89.20	213.90	19,079.88
Sanders, Jason L.	Partner	2002 (TX); 2004 (CA); 2004 (AZ)	145.80	367.35	53,559.63
Sheets, Shelly E.	Paralegal	N/A	3.60	213.90	770.04
Smith, Kelli M.	Paralegal	N/A	1.00	213.90	213.90
Wolber, Kurt M.	Associate	2008 (TX)	39.70	213.90	8,491.83
Total			395.90		114,695.04

Matter 00006: Pine State Mortgage Corporation					
PROFESSIONAL NAME	TITLE	YEAR ADMITTED	HOURS	RATE	FEES
Boyd, Eric	Litigation Supp	N/A	0.90	232.50	209.25
Cabrera, Marc D.	Associate	2009 (TX)	26.00	199.95	5,198.70
Collins, Johnathan E.	Associate	2006 (TX)	107.70	274.35	29,547.50
Hansen, Eric L.	Associate	2009 (TX)	5.50	199.95	1,099.73
Hass, Joan	Research Assist	N/A	0.50	167.40	83.70
Hopkins, J. David	Partner	1995 (GA)	15.50	478.95	7,423.73
Lepak, Benjamin M.	Associate	2009 (TX)	10.20	199.95	2,039.49
Mowrey, Robert T.	Partner	1977 (TX)	8.60	613.80	5,278.68
Richards, P. Nelsene	Paralegal	N/A	32.00	213.90	6,844.80
Sanders, Jason L.	Partner	2002 (TX); 2004 (CA); 2004 (AZ)	46.00	367.35	16,898.10
Sheets, Shelly E.	Paralegal	N/A	0.50	213.90	106.95
Total			253.40		74,730.62

Matter 00007: 1st New England Mortgage Corporation					
PROFESSIONAL NAME	TITLE	YEAR ADMITTED	HOURS	RATE	FEES
Boyd, Eric	Litigation Supp	N/A	2.20	232.50	511.50
Burcham, Amanda L.	Associate	2008 (TX)	156.20	213.90	33,411.18
Cabrera, Marc D.	Associate	2009 (TX)	75.20	199.95	15,036.24
Harris, Katherine H.	Associate	2003 (MA); 2004 (RI); 2005 (IL)	5.20	372.00	1,934.40
Hass, Joan	Research Assist	N/A	0.30	167.40	50.22
Hernandez, Anthony B.	Litigation Supp	N/A	0.80	274.36	219.49
Hom, Donald W.	Paralegal	N/A	1.50	241.80	362.70
Kirby, Brent	Associate	2010 (TX)	0.20	199.95	39.99
Mowrey, Robert T.	Partner	1977 (TX)	8.10	613.80	4,971.78
Quandahl, Wendy T.	Paralegal	N/A	0.30	213.90	64.17
Richards, P. Nelsene	Paralegal	N/A	84.10	213.90	17,988.99
Sanders, Jason L.	Partner	2002 (TX); 2004 (CA); 2004 (AZ)	107.60	367.35	39,526.86
Smith, Kelli M.	Paralegal	N/A	2.00	213.90	427.80
Total			443.70		114,545.32

Matter 00009: AmTrust Mortgage Corp.					
PROFESSIONAL NAME	TITLE	YEAR ADMITTED	HOURS	RATE	FEES
Cabrera, Marc D.	Associate	2009 (TX)	0.20	199.95	39.99
Collins, Johnathan E.	Associate	2006 (TX)	3.50	274.35	960.23
Hopkins, J. David	Partner	1995 (GA)	12.40	478.95	5,938.98
Richards, P. Nelsene	Paralegal	N/A	0.50	213.90	106.95
		2002 (TX); 2004 (CA); 2004 (AZ)			
Sanders, Jason L.	Partner		4.70	367.35	1,726.55
Total			21.30		8,772.69

Matter 00010: Realty Mortgage Corporation					
PROFESSIONAL NAME	TITLE	YEAR ADMITTED	HOURS	RATE	FEES
Knapp, Brad C.	Associate	2007 (TX)	0.30	237.15	71.15
Richards, P. Nelsene	Paralegal	N/A	0.50	213.90	106.95
		2002 (TX); 2004 (CA); 2004 (AZ)			
Sanders, Jason L.	Partner		0.60	367.35	220.41
Total			1.40		398.51

Matter 00011: Loan Network LLC					
PROFESSIONAL NAME	TITLE	YEAR ADMITTED	HOURS	RATE	FEES
Boyd, Eric	Litigation Supp	N/A	2.00	232.50	465.00
Cabrera, Marc D.	Associate	2009 (TX)	24.70	199.95	4,938.77
Mowrey, Robert T.	Partner	1977 (TX)	6.30	613.80	3,866.94
Pesch, Christopher A.	Partner	2002 (IL)	21.20	451.05	9,562.26
Richards, P. Nelsene	Paralegal	N/A	8.70	213.90	1,860.93
		2002 (TX); 2004 (CA); 2004 (AZ)			
Sanders, Jason L.	Partner		28.70	367.35	10,542.95
Sheets, Shelly E.	Paralegal	N/A	4.00	213.90	855.60
Smith, Kelli M.	Paralegal	N/A	2.50	213.90	534.75
Wolber, Kurt M.	Associate	2008 (TX)	33.20	213.90	7,101.48
Total			131.30		39,728.67

Matter 00012: Lincoln Mortgage Company					
PROFESSIONAL NAME	TITLE	YEAR ADMITTED	HOURS	RATE	FEES
Boyd, Eric	Litigation Supp	N/A	1.80	232.50	418.50
Burcham, Amanda L.	Associate	2008 (TX)	2.00	213.90	427.80
Cabrera, Marc D.	Associate	2009 (TX)	188.90	199.95	37,770.56
Collins, Johnathan E.	Associate	2006 (TX)	6.60	274.35	1,810.71
		1996 (NJ); 1997 (NY)			
Froehlich, Joseph N	Partner	1997 (NY)	111.90	558.00	62,440.20
Gaffney, Brendan	Associate	2010 (TX)	8.60	199.95	1,719.57
Hansen, Eric L.	Associate	2009 (TX)	4.60	199.95	919.77
Mowrey, Robert T.	Partner	1977 (TX)	12.20	613.80	7,488.36
O'Leary, Gerry M.	Paralegal	N/A	3.50	213.90	748.65
Richards, P. Nelsene	Paralegal	N/A	62.20	213.90	13,304.58
		2002 (TX); 2004 (CA); 2004 (AZ)			
Sanders, Jason L.	Partner	2004 (AZ)	106.90	367.35	39,269.72
Sheets, Shelly E.	Paralegal	N/A	1.20	213.90	256.68
Total			510.40		166,575.09

Matter 00013: Eagle Home Mortgage, LLC					
PROFESSIONAL NAME	TITLE	YEAR ADMITTED	HOURS	RATE	FEES
Boyd, Eric	Litigation Supp	N/A	1.90	232.50	441.75
Cabrera, Marc D.	Associate	2009 (TX)	206.10	199.95	41,209.70
Kham, Oscar	Litigation Supp	N/A	2.30	227.85	524.06
Knapp, Brad C.	Associate	2007 (TX)	2.00	237.15	474.30
Mowrey, Robert T.	Partner	1977 (TX)	13.30	613.80	8,163.54
Richards, P. Nelsene	Paralegal	N/A	40.80	213.90	8,727.12
		2002 (TX); 2004 (CA); 2004 (AZ)			
Sanders, Jason L.	Partner	2004 (AZ)	165.50	367.35	60,796.43
Total			431.90		120,336.89

Matter 00016: Residential Home Funding Corp.					
PROFESSIONAL NAME	TITLE	YEAR ADMITTED	HOURS	RATE	FEES
De Rose, R. James	Associate	2004 (NY)	0.20	441.75	88.35
Hwee, Edmund	Paralegal	N/A	3.30	241.80	797.94
O'Leary, Gerry M.	Paralegal	N/A	4.30	213.90	919.77
Wax, David I.	Associate	2009 (NY)	2.80	269.70	755.16
Total			10.60		2,561.22

Matter 00017: Wall Street Mortgage Bankers, Ltd. d/b/a Power Express					
PROFESSIONAL NAME	TITLE	YEAR ADMITTED	HOURS	RATE	FEES
Chen, Sarah M.	Associate	2007 (NY); 2006 (NJ)	3.90	311.55	1,215.05
De Rose, R. James	Associate	2004 (NY)	26.60	441.75	11,750.55
O'Leary, Gerry M.	Paralegal	N/A	2.30	213.90	491.97
Wax, David I.	Associate	2009 (NY)	2.50	269.70	674.25
Wilson, Clyde P.	Paralegal	N/A	2.50	195.30	488.25
Total			37.80		14,620.07

Matter 00018: Resource Mortgage Brokers d/b/a Covino & Co. & Lumac Home Mortgage					
PROFESSIONAL NAME	TITLE	YEAR ADMITTED	HOURS	RATE	FEES
De Rose, R. James	Associate	2004 (NY)	1.00	441.75	441.75
Wilson, Clyde P.	Paralegal	N/A	1.50	195.30	292.95
Total			2.50		734.70

Matter 00019: Fairmont Funding, Ltd.					
PROFESSIONAL NAME	TITLE	YEAR ADMITTED	HOURS	RATE	FEES
De Rose, R. James	Associate	2004 (NY)	22.60	441.75	9,983.55
Hwee, Edmund	Paralegal	N/A	1.30	241.80	314.34
O'Leary, Gerry M.	Paralegal	N/A	11.70	213.90	2,502.63
Smith, Kelli M.	Paralegal	N/A	1.00	213.90	213.90
Wax, David I.	Associate	2009 (NY)	4.70	269.70	1,267.59
Total			41.30		14,282.01

Matter 00020: Bayrock Mortgage Corp.					
PROFESSIONAL NAME	TITLE	YEAR ADMITTED	HOURS	RATE	FEES
Sanders, Jason L.	Partner	2002 (TX); 2004 (CA); 2004 (AZ)	0.30	367.35	110.21
Total			0.30		110.21

Matter 00021: America HomeKey, Inc.					
PROFESSIONAL NAME	TITLE	YEAR ADMITTED	HOURS	RATE	FEES
Boyd, Eric	Litigation Supp	N/A	2.40	232.50	558.00
Cabrera, Marc D.	Associate	2009 (TX)	43.00	199.95	8,597.85
Collins, Johnathan E.	Associate	2006 (TX)	58.20	274.35	15,967.17
Gaffney, Brendan	Associate	2010 (TX)	77.40	199.95	15,476.13
Kirby, Brent	Associate	2010 (TX)	11.70	199.95	2,339.42
Mowrey, Robert T.	Partner	1977 (TX)	26.10	613.80	16,020.18
Peeples, Ellen	Associate	2009 (TX)	4.70	199.95	939.77
Quine, Bryce C.	Partner	2001 (TX)	37.70	390.60	14,725.62
Richards, P. Nelsene	Paralegal	N/A	67.20	213.90	14,374.08
Sanders, Jason L.	Partner	2002 (TX); 2004 (CA); 2004 (AZ)	110.30	367.35	40,518.71
Sheets, Shelly E.	Paralegal	N/A	5.40	213.90	1,155.06
Total			444.10		130,671.98

Matter 00022: Primary Capital Advisors					
PROFESSIONAL NAME	TITLE	YEAR ADMITTED	HOURS	RATE	FEES
Akkola, Mary K.	Clerical	N/A	1.40	158.10	221.34
Burcham, Amanda L.	Associate	2008 (TX)	1.80	213.90	385.02
Cabrera, Marc D.	Associate	2009 (TX)	181.70	199.95	36,330.92
Collins, Johnathan E.	Associate	2006 (TX)	80.30	274.35	22,030.31
De Rose, R. James	Associate	2004 (NY)	4.00	441.75	1,767.00
Gaffney, Brendan	Associate	2010 (TX)	114.60	199.95	22,914.27
Hansen, Eric L.	Associate	2009 (TX)	9.80	199.95	1,959.51
Hinderliter, J. Dean	Associate	1995 (TX)	6.00	585.90	3,515.40
Hopkins, J. David	Partner	1995 (GA)	14.40	478.95	6,896.88
Kirby, Brent	Associate	2010 (TX)	2.60	199.95	519.87
Knapp, Brad C.	Associate	2007 (TX)	7.70	237.15	1,826.06
Mowrey, Robert T.	Partner	1977 (TX)	19.70	613.80	12,091.86
Peeples, Ellen	Associate	2009 (TX)	4.80	199.95	959.76
Quandahl, Wendy T.	Paralegal	N/A	0.30	213.90	64.17
Richards, P. Nelsene	Paralegal	N/A	73.60	213.90	15,743.04
Sanders, Jason L.	Partner	2002 (TX); 2004 (CA); 2004 (AZ)	186.80	367.35	68,620.98
Sheets, Shelly E.	Paralegal	N/A	5.20	213.90	1,112.28
Total			714.70		196,958.66

Matter 00023: Evergreen Moneysource Mortgage Co.					
PROFESSIONAL NAME	TITLE	YEAR ADMITTED	HOURS	RATE	FEES
Boyd, Eric	Litigation Supp	N/A	3.50	232.50	813.75
Cabrera, Marc D.	Associate	2009 (TX)	366.30	199.95	73,241.69
Collins, Johnathan E.	Associate	2006 (TX)	0.30	274.35	82.31
Gaffney, Brendan	Associate	2010 (TX)	35.10	199.95	7,018.25
Mowrey, Robert T.	Partner	1977 (TX)	17.90	613.80	10,987.02
Pesch, Christopher A.	Partner	2002 (IL)	12.50	451.05	5,638.13
Quandahl, Wendy T.	Paralegal	N/A	2.80	213.90	598.92
Richards, P. Nelsene	Paralegal	N/A	56.90	213.90	12,170.91
Sanders, Jason L.	Partner	2002 (TX); 2004 (CA); 2004 (AZ)	150.90	367.35	55,433.12
Sheets, Shelly E.	Paralegal	N/A	0.50	213.90	106.95
Smith, Kelli M.	Paralegal	N/A	4.50	213.90	962.55
Total			651.20		167,053.58

Matter 00026: Brightgreen Home Loans, Inc.					
PROFESSIONAL NAME	TITLE	YEAR ADMITTED	HOURS	RATE	FEES
Lowry, Gregory A.	Partner	1986 (TX)	62.80	595.20	37,378.56
Mowrey, Robert T.	Partner	1977 (TX)	0.30	613.80	184.14
Raynor, Brian A.	Associate	2009 (IL)	18.90	288.30	5,448.87
Sanders, Jason L.	Partner	2002 (TX); 2004 (CA); 2004 (AZ)	0.50	367.35	183.68
Total			82.50		43,195.25

Matter 00027: United Northern Mortgage Bankers Limited					
PROFESSIONAL NAME	TITLE	YEAR ADMITTED	HOURS	RATE	FEES
Chen, Sarah M.	Associate	2007 (NY); 2006 (NJ)	11.50	311.55	3,582.83
De Rose, R. James	Associate	2004 (NY)	18.20	441.75	8,039.85
O'Leary, Gerry M.	Paralegal	N/A	0.60	213.90	128.34
Wax, David I.	Associate	2009 (NY)	5.90	269.70	1,591.23
Wegner, Erin	Paralegal	N/A	2.60	204.60	531.96
Wilson, Clyde P.	Paralegal	N/A	2.00	195.30	390.60
Total			40.80		14,264.81

Matter 00028: Allied Mortgage Capital Corp.					
PROFESSIONAL NAME	TITLE	YEAR ADMITTED	HOURS	RATE	FEES
Mowrey, Robert T.	Partner	1977 (TX)	1.30	613.80	797.94
Sanders, Jason L.	Partner	2002 (TX); 2004 (CA); 2004 (AZ)	0.30	367.35	110.21
Total			1.60		908.15

Matter 00029: Amerihome Loan Corp.					
PROFESSIONAL NAME	TITLE	YEAR ADMITTED	HOURS	RATE	FEES
Campbell, Elizabeth	Partner	2003 (GA); 2008 (FL)	2.10	316.20	664.02
Franklin, Kenneth B.	Partner	2007 (GA); 2008 (FL)	1.70	297.60	505.92
Total			3.80		1,169.94